

P95000003710

FILED  
JAN 13 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HARRY HIPLER  
Attorney at Law  
PO Box 216  
Dania, Florida 33004

January 9, 1995

Secretary of State  
Division of Corporations  
The Carlton Building  
Tallahassee, Florida 32301

Re: Highpoint Investment  
Planning Services, Inc.

Dear sir or madam:

In connection with the incorporation of Highpoint Investment Planning Services, Inc., I am enclosing the following items:

1. Original and one copy of Articles of Incorporation;
2. My check in the amount of \$122.50 representing the filing fee and the cost of one certified copy;
3. Two executed copies of the registered agent form.

Upon receipt of the enclosures, kindly forward to me a certified copy of the Articles of Incorporation as soon as possible.

Should you have any questions, please let me know.

Sincerely,

  
Harry Hipler

Enclosures

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-01/13/95--01021--009  
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ARTICLES OF INCORPORATION  
OF  
HIGHPOINT INVESTMENT PLANNING SERVICES, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION, EACH COMPETENT AS AN INCORPORATOR PURSUANT TO THE PROVISIONS OF CHAPTER 607, FLORIDA STATUTES, DESIRING TO ASSOCIATE FOR THE PURPOSE OF FORMING A CORPORATION, PURSUANT TO CHAPTER 607, FLORIDA GENERAL CORPORATION ACT, AND PURSUANT TO THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, LIABILITIES, PRIVILEGES AND IMMUNITIES OF A CORPORATION FOR PROFIT, DO HEREBY CERTIFY AS FOLLOWS:

ARTICLE I. NAME OF CORPORATION

The name of the Corporation is, and shall be HIGHPOINT INVESTMENT PLANNING SERVICES, INC.

ARTICLE II. GENERAL PURPOSE OF CORPORATION

The general purposes for which this Corporation is being initially organized are as follows:

- (1) The transaction of any and all lawful business for which corporations may be organized to transact under Chapter 607, Florida General Corporation Act;

ARTICLE III. PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation shall be at 215 North Federal Highway, Dania, Florida 33004 with the privilege of having additional offices at other places within or without of the State of Florida, and within or without the United States of America.

ARTICLE IV. REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the Corporation shall be at 215 North Federal Highway, Dania, Florida 33004 and its initial registered agent at such address shall be Harry Hipler

ARTICLE V. INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of Directors shall be two (2) and the names and addresses of each person who is to serve as a member thereof, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
HARRY HIPLER	215 North Federal Highway Dania, Florida 33004

ARTICLE VI. CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to have outstanding at any one time shall be 100 shares of common stock at no par value. There shall be only one class of shares.

ARTICLE VII. STATED CAPITAL & INITIAL STOCK SUBSCRIPTION

The amount of capital with which the Corporation shall commence

business shall not be less than \$500.00. Each incorporator named hereinafter agrees to purchase the number of shares stated for the consideration shown:

<u>NAME OF INCORPORATOR</u>	<u>NUMBER OF SHARES</u>	<u>CONSIDERATION</u>
HARRY HIPLER	100.00	\$500.00

#### ARTICLE VIII. INCORPORATORS

The name and address of each incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
HARRY HIPLER	215 North Federal Highway Dania, Florida 33004

#### ARTICLE IX. PREEMPTIVE RIGHTS OF STOCKHOLDERS

Every stockholder upon the sale for cash of any new stock, shall have the right to purchase his prorata share thereof, at the price at which it is offered to others.

#### ARTICLE X. NUMBER OF DIRECTORS

The Board of Directors of the Corporation shall consist of the number of Directors serving on the initial Board of Directors. The number of Directors of the Corporation may be changed from the number of Directors serving on the initial Board of Directors at any time by affirmative vote of a majority of the stockholders.

#### ARTICLE XI. EXERCISE OF CORPORATE POWERS

All Corporate powers shall be exercised by or under authority of, and the business and affairs of the Corporation shall be managed under the direction of the Board of Directors.

#### ARTICLE XII. QUALIFICATION AND COMPENSATION OF DIRECTORS

Directors need not be residents of the State of Florida or stockholders of the Corporation, but shall be citizens of the United States of America. The compensation of the members of the Board of Directors shall be fixed by the Stockholders.

#### ARTICLE XIII. REMOVAL OF DIRECTORS

Any or all Directors may be removed in accordance with the provisions of Section 607.117, Florida Statutes.

#### ARTICLE XIV. EXECUTIVE COMMITTEES

The Board of Directors, by Resolution, adopted by a majority of the full Board of Directors, may designate from among its members, an executive committee, and one or more committees, each of which to the extent provided in such Resolution, shall have and may exercise all of the authority of the Board of Directors, except such acts set forth in Section 607.127, Florida Statutes.

#### ARTICLE XV. ACTION BY DIRECTORS WITHOUT A MEETING

Any action which may be taken at a meeting of the Directors or a committee thereof, may be taken without a meeting, provided that a consent in writing setting forth the action so to be taken, signed by all of the Directors of all the members of the committee, as the case may be, is filed in the minutes of the proceedings of the Board of

Directors or of the committee. Such consent shall have the same effect as a unanimous vote.

ARTICLE XVI. AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at any time in accordance with the provisions of Section 607.181, Florida Statutes.

ARTICLE XVII. GENERAL POWERS

This Corporation shall have all powers which a Corporation of this nature, under the laws of the State of Florida, may legally exercise, including, but not limited to, all of those powers enumerated and set forth in Section 607.011, Florida Statutes.

## ARTICLE XVIII. OFFICERS

The officers of this Corporation shall consist of a President, Vice President, Secretary, and a Treasurer, each of who shall be elected by the Board of Directors in the manner and at the time prescribed in the By-Laws of this Corporation. Such other officers and assistant officers and agents as may be deemed necessary, may be elected or appointed by the Board of Directors or chosen in such other manner as may be prescribed by the By-Laws. Any two or more offices may be held by the same person.

ARTICLE XIX. DURATION OF CORPORATE EXISTENCE

The Corporation shall have perpetual existence unless sooner dissolved, according to law; corporate existence shall commence upon the filing of these Articles of Incorporation, by the Department of State.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 9th day of January, 1995.

HARRY HIGLER

(SEAL)

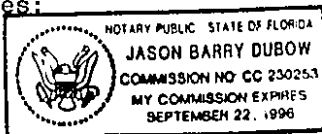
(SEAL)

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this 9th day of January, 1995 the foregoing Articles of Incorporation were acknowledged before me, under oath by Harry Hipler who is either personally known to me or whose identity has been satisfactorily established.

My commission expires:



Notary Public

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this \_\_\_\_ day of \_\_\_\_\_ the foregoing Articles of Incorporation were acknowledged before me, under oath by \_\_\_\_\_ who is either personally known to me or who has presented \_\_\_\_\_ as positive identification.

My commission expires:

Notary Public

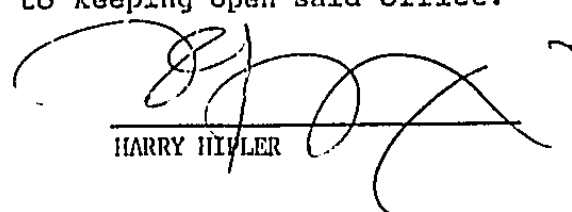
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE  
SERVED

Pursuant to Section 607.0501, Florida Statutes, the following is submitted in compliance with said section:

HIGHPOINT INVESTMENT PLANNING SERVICES, INC.  
FIRST: That / / / desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at 215 North Federal Highway, Dania, Florida 33004 has named : HARRY HIPLER, 215 North Federal Highway, Dania, Florida 33004 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept and agree to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
HARRY HIPLER

FILED  
95 JAN 13 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P95000003710

HARRY HIPLER  
Attorney at Law  
PO Box 216  
Dania, Florida 33004  
305-925-8228

January 11, 1996

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314


Re: HIGHPOINT INVESTMENT PLANNING  
SERVICES, INC.  
Document Number: P95000003710

Dear sir or madam:

In reference to the above matter, please find enclosed a check for \$35.00 and the original of Articles of Dissolution. Should you have any questions, please let me know.

Upon receipt, kindly advise me of the dissolution of the corporation by regular mail.

Sincerely,

  
Harry Hippler

Enclosures

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Vol. Diss.

FILED  
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DIVISION OF CORPORATIONS  
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ARTICLES OF DISSOLUTION  
OF  
HIGHPOINT INVESTMENT PLANNING SERVICES, INC.

Pursuant to Chapter 607, Florida Statutes, commonly known and referred to as the "Florida Business Corporation Act," HIGHPOINT INVESTMENT PLANNING SERVICES, INC., a Florida corporation, has, through its undersigned officers adopted the following ARTICLES OF DISSOLUTION:

ARTICLE I.

NAME OF CORPORATION

The name of the corporation being dissolved is HIGHPOINT INVESTMENT PLANNING SERVICES, INC., a Florida corporation.

ARTICLE II.

DATE DISSOLUTION AUTHORIZED

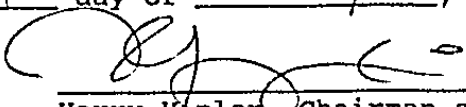
The date the dissolution of HIGHPOINT INVESTMENT PLANNING SERVICES, INC., was authorized was December 29, 1995.


ARTICLE III.

NUMBER CAST FOR DISSOLUTION

The number of votes cast for dissolution was sufficient for approval.

IN WITNESS WHEREOF, I have executed those Articles of Dissolution of HIGHTPOINT INVESTMENT PLANNING SERVICES, INC., a Florida corporation, this 11 day of January, 1996.

  
\_\_\_\_\_  
Harry Hipler, Chairman and sole  
Director

  
\_\_\_\_\_  
Harry Hipler, Secretary

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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